

INTERAGENCY BIOGRAPHICAL AND FINANCIAL REPORT

This is filed with respect to:

Wal-Mart Bank

Name of Subject Institution or Holding Company, Location

Type of Filing

- ☐ Bank or Thrift Charter
- ☐ Bank or Thrift Holding Company
- ☐ Change in Bank Control
- ☐ Change in Senior Executive Officer or Director
- ☐ Citizenship Waiver
- ☐ Charter Conversion
- ☐ Deposit Insurance
- ☐ Federal Branch or Agency
- ☐ Other _____

Position

- ☐ Organizer
- ☐ Director
- ☒ Senior Executive Officer
Title: Chief Risk Officer
- ☐ Principal Shareholder
- ☐ Trustee
- ☐ Manager
- ☐ Other _____

BIOGRAPHICAL REPORT

1. Personal Information

(a) Name Kinghorn George Ray
(Last) (First) (Middle—no initials)

(b) Residence _____
(Street Address)

(City) (State) (ZIP Code) (Country)

(c) If at residence less than five years, list addresses and dates occupied for past five years.

Date From Date To Number and Street City State ZIP Code Country

(d) Date of birth: Month _____ Day _____ Year _____

(e) Place of birth: _____
(City) (State) (Country)

(f) United States Social Security Number: _____

(g) Citizenship _____

(Country)

(Date, if Naturalized)

(h) If not a United States citizen, provide:

Passport Number _____

Home Country Identification Number _____

Immigration File Number _____

Father's full name _____

Mother's full name, including maiden name _____

(i) Telephone and fax numbers where you may be reached during business hours and an e-mail address:

(Area Code, Telephone Number, including Country Code if outside U.S.)

(Fax Number)

E-mail Address

(j) List other names you used and the period of time you used them (for example, your maiden name, name by a former marriage, former name, alias, or nickname). If the other name is your maiden name, put "nee" in front of it.

2. Employment Record

(a) List employment in reverse chronological order for the last five years. The list should include the beginning and ending dates of employment, the employer's name and location (city, state), nature of business, title or position, nature of duties, and reason for leaving.

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- Federal Deposit Insurance Corporation

- Sacramento Ca, Salt Lake City Ut, San Juan Puerto Rico

- Reason for leaving: Opportunity with Wal-Mart Bank

(b) Have you ever been dismissed or asked to resign from any past employment, including a less than honorable discharge from military service? ☐ Yes ☒ No

If "yes," provide the employer's name, address, and telephone number; title or position; date of discharge; and explanation.

3. Education and Professional Credentials

- (a) List each diploma or degree from high schools, colleges, universities, or other schools.

<u>School's Name/Location</u>	<u>From</u>	<u>To</u>	<u>Degree</u>
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Ricks College Rexburg, Id	1982	1987	Associates Degree
Idaho State University Pocatello, Id	1987	1989	BS - Degree

- (b) List each professional license or similar certificate you now hold or have held (for example, Attorney, Physician, CPA, NASD or SEC registration).

<u>License</u>	<u>Issuing Authority</u>	<u>Date Issued</u>	<u>Status</u>	<u>Expiration</u>
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4. Business and Banking Affiliations

- (a) List any company with which you are associated, providing the company name, location, nature or type of business, position held or relationship to the company, ownership percentage, and beginning date of the relationship.

None

- (b) List the name of any depository institution or depository institution holding company with which you are or were associated. Also list the location, nature of banking activity, position held or relationship, ownership percentage, and beginning and ending dates of the relationship.

None

- (c) Are you in the process of being considered for a senior executive officer or director position at another depository institution or depository institution holding company?

☐ Yes ☒ No

If "yes," provide the name of the depository institution or depository institution holding company and the position. If the application has been submitted for regulatory review, provide the name of the regulatory agency.

- (d) Are you now or are you proposed to be a "management official" of another insured depository institution or depository institution holding company? ☐ Yes ☒ No

If "yes," explain either why the potential interlock is not a violation of the Depository Institution Management Interlocks Act (12 U.S.C. §§ 3201-3208) or what action will be taken to prevent a violation.

At this point in this document 11 pages have been withheld because the information is confidential (personal and financial information).

Privacy Act Notice

The solicitation and collection of this information, including a Social Security Number, is authorized by those statutes that require an appropriate federal banking agency to determine the competence, experience, integrity, and financial ability of individuals proposing to serve a federally regulated financial institution in an official capacity - that is, as a director, officer, employee, or principal shareholder. These statutes include: 12 U.S.C. § 27 (national bank charters); 12 U.S.C. § 1464 (federal savings bank charters); 12 U.S.C. § 1815 (federal deposit insurance); 12 U.S.C. § 1817(j) (changes in control of insured depository institutions); and 12 U.S.C. § 1831(i) (agency disapproval of directors and senior executive officers of insured depository institutions or depository institution holding companies). The provision of requested information, including a Social Security Number, is voluntary. However, the failure to provide any requested information may result in denial, disapproval, or delay in the processing of an application or notice.

Depending on the manner in which an appropriate federal banking agency maintains solicited information, some or all of that information may be subject to the Privacy Act of 1974, 5 U.S.C. § 552a. In such instances, disclosures of covered information may be made to: (1) third parties to complete background checks; (2) financial institutions for supervisory purposes; (3) governmental, tribal, self-regulatory, or professional organizations when information is relevant to either a known or suspected violation of law or licensing standard or relevant and necessary to the governmental or self-regulatory organization's regulation or supervision of financial service providers; (4) the Department of Justice, a court, an adjudicative body, a party in litigation, or a witness when relevant and necessary to a legal or administrative proceeding; (5) congressional offices when the information is relevant to an inquiry initiated on behalf of its provider; (6) an agency's contractors or agents; and (7) other third parties when mandated or authorized by statute.


Additionally, while certain of the solicited information is exempt from disclosure under the Freedom of Information Act because disclosure would constitute a clearly unwarranted invasion of personal privacy, other information is not exempt. Nonexempt information will ordinarily include the names of individuals, the financial institutions that they propose to serve, the statutory context in which information has been provided, and prior bank-related employment and affiliation.

CERTIFICATION

**If a joint financial statement is being submitted, both parties should complete the "Certification."*

I understand that the appropriate regulatory agency may conduct extensive checks into my background, experience, and related matters in conjunction with my application or filing. I certify that the information contained in the biographical report and financial report, including all attachments, has been carefully examined by me and is true, correct, and complete. I acknowledge that any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject me to legal sanctions provided by 18 U.S.C. §§ 1001 and 1007.

Signed this 1 day of November, 2006.

	_____ Signature*
<u>G. Ray Kinghorn</u> Print or type name	_____ Print or type name
<u>Chief Risk Officer</u> Title (if applicable)	_____ Title (if applicable)

JOB DESCRIPTION

WAL-MART BANK CHIEF RISK OFFICER

Department: Executive

Reports to: Chief Executive Officer

Supervises: Payment system compliance, information systems management and system security

Summary: Manages all payment system activity of the bank, ensuring compliance with network and association operating requirements. Evaluates and controls potential areas of risk through active oversight of subordinate expertise in each payment system stream. This position is responsible for all risk technology solutions for the bank from development, revision and implementation to maintenance. Also, responsible for the management of costs incurred to support technology-based delivery of all services offered by the bank. Directly responsible for all PC, data processing or technology security whether outsourced or in house. Works interactively with the CEO and other senior management on Strategic Planning, particularly as such planning relates to systems or technology solutions or services provided to sole shareholder, regulatory compliance or bank efficiencies; and other bank opportunities or problem-solving.

Job Requirements:

- Bachelor's degree in management information systems, business administration, computer science, banking, economics or related field.
- Minimum of 7 years of banking, data processing or MIS management and operations experience, specifically focusing on debit, credit and ACH transactions with experience in "back office" technology solutions, and payment system operating requirements.
- Excellent knowledge of technology solutions for operational systems and support.
- Excellent ability to define problems, collect data, establish facts and draw valid conclusions.
- Excellent knowledge of traditional bank data processing, security and disaster recovery policies and practices plus good background in identifying and evolving innovative ideas into prudent and profitable results.
- Extensive ability to read, analyze and interpret government regulations, trade journals and legal documents. Must be able to respond to common inquiries from regulatory agencies, courts and outside consultants.
- High-level analytical and communication skills.

Specific Job Functions:

- Works with the CEO on meeting the current and long-range objectives, plans and policies of the bank, as directed and approved by the Board of Directors.
- Manages the potential risks for all operating requirements of the bank, focusing on technology and systems solutions through comparison of operating results with established objectives; ensuring that measures are taken to correct unsatisfactory results.

JOB DESCRIPTION

WAL-MART BANK CHIEF RISK OFFICER

- Interacts with other bank management on strategic activities of the bank, targeted lending and other consumer programs and general ledger support and bank efficiency.
- Reports to the CEO on issues including departmental goals, personnel issues, policy revisions and requirements.
- May represent the bank on various national, and/or local trade association and corporate boards and committees.
- Responsible for ensuring that all vendors meet security and internal control standards.
- Assists in the recommendation and implementation of new hardware and software.
- Supervises all activity related to the effective preparation of computer input and output.
- Develops and recommends procedures, objectives and policies for data processing and computer activities.
- Ensures that all identified potential risks are appropriately addressed and managed, mitigating risks where possible.
- Prepares periodic risk evaluations and provides reports to the bank's CEO and Senior Auditor.
- Presents monthly reports to the Board of Directors and senior management.
- Responsible for developing and implementing board approved policies related to payment system compliance, information systems management and system security.
- Analyzes problems and develops procedures for their resolution.
- Reviews the bank's policies, procedures, and contracts to ensure compliance.
- Reviews the bank's overall risk assessment and control analysis as conducted by outside consultants or auditors.
- Responsible for oversight of the Bank's compliance audit plan, programs and reports. Initiates internal audits to augment outsourced audits in compliance with the Bank's Internal Control System.
- Oversees payment system compliance training, bank policies, practices and procedures, and contract terms.
- Structures or outsources specific training programs and maintains training records.
- Interacts with professionals with whom the bank's Board of Directors or President & CEO has outsourced routine compliance or internal audit functions.
- Maintains the compliance and audit work papers, follows up on violations or recommendations for improvement, and provides corrective action status reports to the Board of Directors.
- Recommends and assists in the development of improved bank procedures and controls which are indicated as a result of due diligence efforts or routine compliance reviews, internal audit procedures, or regulatory audits.